

**Exhibit 24**

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## Message

**From:** Victor Davis [vdavis2@wayfair.com]  
**Sent:** 9/17/2019 1:06:51 PM  
**To:** Matt Witte [mawitte@wayfair.com]  
**Subject:** Feedback on Emily

Received the following for feedback on Emily from Arron (decided may not be appropriate to request from Mike), per our discussion:

### **Unprofessional Behaviors:**

There have been several times where Emily's tone has come off unprofessional and has caused some integrity questioning. I have seen her almost use a "Power" approach with many people in meetings and not necessarily in a way to STU or drive the right decision for Wayfair, but instead to get her way (example below). I have also been witness to her using several approaches to drive insecurity in the team by saying "she is in direct contact to Allan who wont be pleased.. or What do you think Chirs's thought will be here, because I think hes going to be upset". She also discusses "budget" as her sole reason to many push backs but when asked to see this "budget" referenced or to understand where the concern lies, it is silence on the line. I believe there is a budget and know we are trying to get to this point as a company for future launches but don't believe she is being honest in her approach and again see this as a way she may have gained buy in, in the past.

### **Direct Interactions:**

- First email I ever sent was about sorter and racking PO placement and notes, back in May. The response I received from Emily was wordless with a + Rob Holtz on it. I specifically reached out to her due to direction through several teammates that she would be able to provide this information as her team owned it. In response, I emailed a few questions asking why Rob was added (As i was still getting to know the roles from everyone) and if she had any of the information I was looking for. Emily called me at this point and started the conversation off with , "Your message is Snarky and does not encourage me to help you seek answers". I ensured she knew that the message came off wrong probably as tones are not carried through email and I was simply looking to understand what information she had, and how I can find answers to my questions. This was my first interaction with her and obviously set the tone that she wasn't the person to go to for answers. This gave me the impression that she was a "telephone- line connector" and not necessarily someone who wanted to help drive initiatives or be hands on in the project, instead, forward on questions with little ownership in the decisions
- First meeting with Emily was around 6 weeks into the company. The meeting was about adding support from her team so Mike could successfully transfer primarily into operations. For background, Mike transferred from that team early April but was bridging the gap for PMO and Emily due to bandwidth. In this meeting, that later created 2 additional meetings, the goal was to have Mike own all PMO responsibility minus the PO placement or specific tracking required from Emily. To bridge the PO placement and tracking, she gave us Davina. Through this interaction it was clear Emily wanted to poke at Mike more then anything and I remember leaving this meeting uncomfortable due to some tactics Emily used in the meeting. For example, she would ask Mike for some dates which were not clear due to the project being so early and instead of understanding it was something we would update later, she would make comments like "Mike, im not asking for all the verbiage, instead looking for dates.. do you not have them???". Regardless, we walked away with some clear direction on who was owning what.
- One week after this, Mike had set up several stake holder calls to have better understanding into what each team was working through pre launch. Emily didn't like the split of meetings vs a entire team call (which was still taking place) and pulled a call together to discuss. In this meeting, it seemed like Emily wanted to drive the message that Mike should not own these calls as he is not the site Director and he is not PMO. After working through this, nothing changed and stayed on track.
- The following week, Emily sent an email to Mike to remove his name off the slide deck under PMO as he is not project managing.. which was not correct. I got Matt involved on this one as again, it was a power game in my opinion

**EXHIBIT**  
**21**

- From here, Emily has been hands off with very little to no email or calls communication about the launch until this month.
- With the sorter materials being completed earlier then expected, there was concerns about the effects on C5 reflected through several emails. These emails eventually turned into a phone call from Emily. During this phone call there was several times where Emily told me "We (Operations) will adjust as needed and she was a firm "No" on finding out alternative ways to change the timeline". Through 30 minutes of discussing, we ended up in a good area were she would seek additional information and drop a meeting to discuss. In general, it was a concerning meeting as it was clear she didn't want to budge and used several threats in the meeting around, "Are you going to be the one to tell Allen that you want to delay sorter install.. and I have to bridge cost to Allan and Chris weekly which they will frown upon this direction from you" - Which i believe are lies.

**Indirect Interactions:**

- Recruiting let me know that during Mikes transfer into operations, Emily called one of their recruiters in an attempt to pull all available relocation form him and to ensure he was not eligible. The recruiters feedback was that it was initiated in a way to get back at Mike or to cause issues and not in a attempt to do the right thing for wayfair
- While Davina was PM, she let me know that there was direction from Emily to not share information with Mike and I which included bringing us into project planning meetings for sorter and racking with the PMO team. This was also brought up from someone on the facilities team
- Mike was made aware through Davina that Emily asked Rob to pull the unloaders on IB out of our plans even after several conversations leading to this, that we wanted them and had plans for them